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LIVINGSTON, PATTERSON, STRICKLAND & WEINER, P.A.

ATTORNEYS AT LAW

46 NORTH WASHINGTON BOULEVARD, SUITE 1

SARASOTA, FLORIDA 34236

CHARLES H. LIVINGSTON

JOHN PATTERSON

JOHN M. STRICKLAND

NEVIN A. WEINER

REX A. ROTEN

SUE A. JACOBSON

VICKIE L. SHESLER

1953-1999

TELEPHONE

(941) 365-0550

TELECOPIER

(941) 366-0826

E-MAIL

LPSW@LPSW.COM

March 3, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee FL 32314

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*****35.00 *****35.00

Re: Halfacre Construction Company


Dear Sir or Madam:

Enclosed please find Articles of Amendment for the referenced corporation amending the Articles of Incorporation to allow for two classes of stock. Please process the Articles of Amendment at your earliest possible opportunity and provide me with a file-marked copy in the enclosed self-addressed, stamped envelope. Our firm check in the amount of \$35.00 is also enclosed to cover all costs.

Thank you for your assistance in this matter.

Very truly yours,

LIVINGSTON, PATTERSON,
STRICKLAND & WEINER, P.A.


April A. Haley
Corporate Legal Assistant

aah

Amend

V. SHEPARD MAR 17 2000

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
HALFACRE CONSTRUCTION COMPANY

FILED
00 MAR -7 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1001, of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is HALFACRE CONSTRUCTION COMPANY.

2. The following amendment to the Articles of Incorporation was adopted by all of the members of the Board of Directors and all of the Shareholders of the corporation on February 28, 2000, in the manner prescribed by Section 607.1003 of the Florida Business Corporation Act:

Article III is amended to read as follows:

Article III

The Corporation is authorized to issue two classes of common stock, to be known as Class A voting common stock with a par value of \$1.00 per share and Class B non-voting common stock with a par value of \$.01 per share. 5,000 shares of the Class A stock and 5,000 shares of the Class B stock are authorized. The Class A and Class B shares shall have equal rights and preferences including dividend rights and liquidation preferences but, except as otherwise provided by law, only the Class A shares shall be entitled to vote on action required or permitted by law to be approved by shareholders.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation at Sarasota, Florida, this 28 day of February, 2000.

HALFACRE CONSTRUCTION COMPANY,
a Florida corporation

By: 

JOHN J. COX
Its President